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**Lee Builds An Army:
From Malvern Hill to Second Manassas**

**A Monograph
by
Major Frederick B. Hodges
Infantry**



**School of Advanced Military Studies
United States Army Command and General Staff College
Fort Leavenworth, Kansas**

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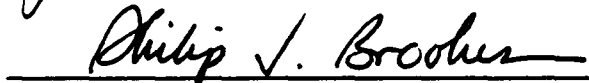
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ABSTRACT

LEE BUILDS AN ARMY: FROM MALVERN HILL TO SECOND MANASAS. by Frederick B. Hodges, MAJ, USA., 47 pages.

Robert E. Lee, in his first campaign as the new commander of the Army of Northern Virginia, stopped the Union offensive against Richmond in a series of engagements known as the Seven Days. Although eventually successful, Confederate operations were clumsy and erratic and often missed opportunities to secure greater success. At the end of the Seven Days Lee reorganized his forces and began preparations for his next campaign. This new campaign, which resulted in the Battle of Second Manasas just two months later, is widely considered to be one of Lee's most brilliant operations.

The purpose of this monograph is to identify the changes and improvements that occurred within Lee's army which enabled it to show this vast improvement in such a short time span. The monograph uses LTC James Dubik's model for campaign analysis which is a modification of the familiar "ends, ways, and means" characterization of campaign planning. It evaluates four components of a campaign: intellectual, cybernetic, psychological-physical, and harmonic as a methodology for comparative analysis.

Despite his inexperience, Lee was able to learn from his first campaign. He could recognize what needed to be done and had the patience, intelligence, and courage to do it. Each of the adjustments and modifications he made were important but not decisive by themselves. It was the synergism of wise personnel and organization changes combined with improved operational planning which proved to be the secret in transforming Lee's troops into the legendary Army of Northern Virginia.

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In the spring of 1862, General George McClellan, commander of the Union Army of the Potomac, conducted operations to seize Richmond, the Confederate capital, in what is known as the Peninsula Campaign. General Joseph Johnston, the Confederate commander, was wounded during the campaign, resulting in the assumption of command by General Robert E. Lee.

In his first campaign, a series of engagements known as the Seven Days, Lee managed to thwart the Union army and force its retirement. Lee was successful, although Confederate operations were clumsy and erratic and often missed opportunities to secure greater success. At the end of the Seven Days campaign Lee reorganized his forces and began preparations for his next campaign. This new campaign, which resulted in the battle at Second Manassas just two months later, is widely considered to be one of Lee's most brilliant operations.

The purpose of this monograph is to determine the changes and improvements that occurred within Lee's Army of Northern Virginia which enabled it to show this vast improvement in such a short time span. A comparative analysis of the two campaigns will identify the improvements in the Army of Northern Virginia. The model for the analysis was developed by Lieutenant Colonel James Dubik, a recent graduate of the Advanced Operational Studies Fellowship at Fort Leavenworth, and

will be described in detail in the next section.

The lessons of Lee's efforts to train and improve his army are of paramount importance to operational commanders and planners today. Lee found the flaws and inefficiencies in his army during his first campaign and repaired them before his next one--but at the cost of thousands of casualties. The United States Army seeks to avoid the costly failures it has experienced at the start of many of its wars by eliminating most of the flaws and deficiencies before the next one.

LTC Dubik's model for campaign analysis is a modification of the familiar "ends, ways, and means" characterization of campaign planning.¹ The model, described under the heading "What makes a campaign successful?", consists of four components: intellectual, psychological-physical, cybernetic, and harmonic. This portion of the monograph will briefly describe each of the four components and the model's overall effectiveness for analysis.

The intellectual component is an analysis of the strategic aims of the campaign and of how well the plan supports achievement of those aims. It considers the coherency and clarity of the plan as well as the proper use of relevant theory and principles within the context of the particular campaign. This includes the specific political and military situation and the

terrain and geography in which the campaign occurs.

The psychological-physical component is an analysis of the means necessary to execute the plan and attain the end. This component includes the following aspects of the force conducting the campaign: sufficient trained combat forces with a staff system capable of coordinating their actions; competent subordinate leadership familiar with the operational commander's thinking and method of command; suitable lines of communication and operation and an appropriate theater of operations; sufficient logistical system; and the political and societal will to see the campaign through to completion.

The cybernetic component is an analysis of the command system established in an organization. It looks at the reliability of the system, focusing on the processes the commander uses to gather and analyze information about his own unit and the enemy, how this is translated into orders or directives, and how those orders are then transmitted to subordinate commanders for execution. It also includes the process by which the commander ensures or supervises the execution of his orders, modifies them in accordance with the situation, and how well his system of command stands up to the uncertainties, confusion, and danger of war. This component of the model also seeks to find whether or not the commander's system has credibility within

the army and with his subordinate staff and commanders.

The final piece of the model is the harmonic component which analyzes the compatibility of the three components described above. In other words, is the plan clear and coherent enough for the operational force to accomplish it, given the command and control system currently in place? If any of these three components are unsatisfactory, then the commander must fix or modify one or all of them until he is able to accomplish his strategic objective.

The Dubik model allows a close examination of the key elements of Lee's first two campaigns as the commander of the Army of Northern Virginia with some small exceptions. The model does not specifically address the moral aspects of operational leadership though it is implied in the harmonic component. Therefore, that is where it will be analyzed within this monograph.

Likewise, the model does not account for the enemy force as part of the analysis, except when evaluating the cybernetic component's effectiveness in enabling the army to execute its missions faster and more effectively than the enemy. Lee faced two very different commanders in these two campaigns and two different Union armies. The effectiveness of these forces should certainly be included in any analysis of Lee's operations. This will be done in each of the

four components as appropriate.

This monograph is not intended to be a historical narrative. The focus is on the comparative analysis of the two campaigns. However, to insure clarity and understanding of the analysis, a brief historical description of the two campaigns will precede their respective analysis.² (See maps 1 and 2.)

The American Civil War was about one year old when McClellan began his campaign to seize Richmond. He had moved cautiously, but relentlessly, up the York River Peninsula as Johnston's forces retreated and delayed before him. Finally, Johnston chose to attack a part of the Union Army, the left wing isolated on the south side of the swollen Chickahominy Creek. The resulting battle on 31 May 1862, known both as Seven Pines and Fair Oaks, was inconclusive except for the severe wounding of Johnston himself. Jefferson Davis, the Confederate President, appointed Robert E. Lee, his chief military advisor, as the new commanding general on 1 June 1862. That same day, in his first general order as the commanding general, Lee christened his forces the Army of Northern Virginia.

Lee's new command actually consisted of four separate Rebel forces, including Stonewall Jackson's famous Valley army which had just recently completed its victorious campaign in the Shenandoah Valley.

Lee's first move as the new commander was to begin erecting fortifications to protect Richmond--an order which earned for him much criticism and the nom d'guerre "King of Spades". His next act was to begin reorganizing his new army and improve its discipline, sloppy administration, and instill a more positive and aggressive offensive spirit--especially among its leadership.

Lee next sent his cavalry commander, J.E.B. Stuart, on a reconnaissance of McClellan's army in order to find its right wing. Stuart, who led his cavalry around the entire Union Army, discovered that McClellan's right was exposed. Lee decided to concentrate his forces to attack on the north side of the Chickahominy Creek, leaving a dangerously small force, bolstered by the newly completed entrenchments in front of Richmond, as a fixing force. Lee's plan was to turn McClellan's right flank by attacking his line of communication (LOC) back to the massive support base at White House Landing on the Pamunkey River, a tributary of the York River on the north side of the Peninsula. The turning movement was intended to get McClellan out of his own siege works and away from his powerful artillery, giving the Confederates a chance to fight on ground of their choosing. However, unknown to Lee, after Stuart's raid had revealed the vulnerability of the huge base, McClellan had decided to change it to

the south side of the Peninsula, on the James River at Harrison's Landing.

Lee's army stumbled immediately as it began its offensive. Jackson's army, coming by foot and rail from the Shenandoah Valley, was exhausted and late. The attack started late and soon degenerated into piecemeal frontal attacks against tenacious Union defenders, well supported by artillery. This first day was typical of each of the engagements during the period 25 June to 1 July 1862 which made up the Seven Days. McClellan was eventually pushed back, several times escaping certain destruction or rout because the Rebel army failed to coordinate effectively or execute its encirclements and flank attacks. By 30 June, McClellan had occupied a strong position on Malvern Hill, within range of Federal gunboats on the James River. Lee ordered an attack on 1 July which was devastated by Union artillery and gunboats. The Seven Days ended with McClellan's army in a strong position at Harrison's Landing and Lee too weak to continue the attack.

Though Lee had accomplished his strategic aim of removing the immediate threat to Richmond, his army had missed several opportunities to annihilate or at least mortally wound the Army of the Potomac. In fact, Confederate casualties were nearly 5000 greater than the Union's and McClellan's army was still sitting

intact, capable of either renewing its advance on Richmond or moving to a new theater. Lee realized that McClellan was not likely to attempt another attack on Richmond any time soon so he pulled his troops back closer to Richmond into camps where they could rest and begin preparations for a new campaign.

Lee's strategic aim was to remove the threat of McClellan's army to Richmond, the Confederate capital. This was clear because of the value each side had attached to the other's capital. Lee knew that McClellan was planning on a "battle of posts". In other words, McClellan would steadily push his siegeworks ever closer to the city until it was destroyed or captured. Lee also knew, along with his president with whom he regularly conferred, that Richmond could not withstand a siege for long so they decided on a bold offensive course.³ Lee would not settle for merely repulsing the invaders at the gates of Richmond though. He wanted to defeat them as far from Richmond as possible.⁴

The operational objective was to be McClellan's LOC as a means of turning him out of position where he could be destroyed or driven away from Richmond.⁵ His plan for accomplishing that objective was theoretically sound. The right wing of the Federals was exposed to a flank or turning movement. If the rebels were able to

get behind the Union forces, the single railroad to the base was very vulnerable and would demand McClellan's reaction--either retreating back on his LOC or turning to face Lee. A critical assumption which formed the basis of the plan was that McClellan's base would remain at White House Landing. The shifting of the base to the James River removed the threat to McClellan's LOC before it ever materialized and hence simplified the Union commander's dilemma.⁶ Lee never articulated any branches or sequels for his campaign plan which would have prepared him for this eventuality as well as guiding his intelligence effort in that direction.

Lee developed a plan that was theoretically sound yet it was too complex for his ill-trained, poorly organized staff and army. The plan required a fixing force and a turning force, the latter to be his main effort. However, neither Lee nor his staff had any experience at planning or executing movements of large formations.⁷ The plan required friendly units to converge on a single point in the face of the enemy, no mean task even when the staff work is perfect.⁸

Despite being outnumbered, poorly equipped, and less experienced than the Army of the Potomac, Lee knew that he possessed several advantages. His interior position in friendly territory gave him a strong base and the use of railroads to shift and concentrate his

forces, both of which were fundamental to the plan he developed.⁹ This clearly reflects the Jominian influence predominant among military professionals of the time.¹⁰

Lee also recognized the strength of the tactical defense. He constructed fortifications outside of Richmond as a first priority because he knew it would enable him to use his troops more efficiently. This meant he would be able to concentrate the largest possible force for his assault north of the Chickahominy. He wrote Davis soon after assuming command, "I am preparing a line that I can hold with part of our forces in the front, while the rest I will endeavor to make a diversion [Jackson's turning movement] to bring McClellan out".¹¹ Lee also recognized his opponents' caution and the impact of any threat to Washington, D.C. Accordingly, he used valuable resources as long as he could to keep up the appearance of a possible move by Jackson down the Valley towards the Union capital, to include sending reinforcements to Jackson even as McClellan threatened Richmond. The effect was to keep McDowell's divisions in the vicinity of Fredericksburg rather than on McClellan's right wing where it would be sorely missed in the coming days.¹²

The Army of Northern Virginia was relatively strong

on paper yet it was anything but a potent, cohesive organization. It actually consisted of four separate smaller armies which came together for the first time for this campaign. They included Johnston's Army of the Potomac, Major General Benjamin Huger's command from Norfolk, Major General John B. Magruder's force which had held McClellan at bay with deception at Yorktown, and Jackson's Valley army. According to Douglas Southall Freeman, Lee's biographer, a significant result of this amalgamation was that "Mechanicsville was A.P. Hill's battle, Savage Station was Magruder's, and Frayser's Farm was Longstreet's. Malvern Hill was nobody's. Only at Gaines' Mill...was the action really Lee's own."¹³

Further aggravating the inherent disjointedness of the Confederate's force structure was the absence of a corps structure. To protect the states' prerogatives, Confederate law forbade any organization larger than a division. As a result, Lee was forced to work with a span of control which at times included up to seven separate divisions plus other supporting arms.¹⁴

Lee had to endure the frustration of this awkward structure without the benefit of any semblance of a general staff which was capable of coordinating the efforts of an inherently disjointed organization such as the new Army of Northern Virginia. Staff work was totally ineffective during most of the campaign on the

Rebel side. Freeman described the Confederate's failure to achieve decisive victory during the Seven Days as a "tragic monument to defective staff work". Units were consistently late starting their attacks which were piecemeal rather than in concert as a result of poor liaison and coordination.¹⁵

Confederate inexperience was not limited to the staffs. Few Confederate commanders had any real training or experience for the positions they held. Some performed adequately, many were disappointing, and a few were outright incompetent. Brigadier General Richard Taylor, a brigade commander in Ewell's division, stated "that from Cold Harbor to Malvern Hill inclusive, there was nothing but a series of blunders, one after another, and all huge."¹⁶ A.L. Long, of Lee's staff, blamed the lost opportunities on "inattention to orders and want of proper energy on the part of a few subordinate commanders".¹⁷

Whether the problem was attitude or experience, the Confederate division commanders' flaws were magnified by the lack of a corps structure. Without corps commanders, "Lee was working with the unwieldy divisional command system, where green commanders out of necessity were given considerable independence."¹⁸

One positive aspect of the psychological-physical component of this campaign was the relationship between Lee and Davis. Lee consistently communicated his plans

and situation to his president which fostered a cooperative spirit between them and ensured the President's support for his operations. Johnston had refused to keep the President informed, citing military prerogatives, which frustrated Davis to no end.¹⁹ In contrast, Lee earned Davis' trust and confidence which gained for Lee the authority to execute without presidential involvement.²⁰ Lee was so well respected by the President that it was Lee's willingness to defend the city and his emotional appeal to Davis and the cabinet which persuaded them not to evacuate Richmond before the campaign even got underway.²¹

The cybernetic component may have been the weakest link in the Army of Northern Virginia. Lee made poor use of his cavalry as an information gathering asset throughout the campaign, aside from its famous ride around the entire Union army. Indeed, that very operation typified the potential but also the recklessness of the cavalry's employment. Stuart's raid had alerted McClellan to the vulnerability of his LOC, and, "by causing him to begin preparations for a new base, had wrecked Lee's offensive plan".²²

Another cavalry raid, the destruction of the remains of the abandoned Federal depot at White House Landing on 28 June, so occupied Stuart that Lee's primary intelligence source was lost to the army until the morning of 1 July. As a result Lee was effectively

blind at the same time he was trying to bring four converging columns to entrap the retreating Army of the Potomac near Frayser's Farm (Glendale).²³

In addition to poor use of the cavalry, Lee had failed to establish an intelligence service even though he was operating in friendly territory "where almost every farmer was potentially a Confederate spy".²⁴

"People find a small cable in the middle of the ocean, a thousand fathoms below the surface," wrote a frustrated Richard Taylor after the war, "...but for two days we lost McClellan's great army in a few miles of woodland, and never had any definite knowledge of its movements".²⁵

But poor intelligence collection was only part of the cybernetic problem. Units often became lost in the swampy, thickly forested lowlands of the Peninsula due to poor maps, failure to employ guides, and bungled planning and execution. D.H. Hill, one of Lee's division commanders, wrote "we attacked just when and where the enemy wished us to attack. This was owing to our ignorance of the country and lack of reconnaissance of the successive battlefields".²⁶ The colorful Taylor complained that "Confederate commanders knew no more about the topography of the country than they did about Central Africa".²⁷ Poor maps and rough country are only partly to blame, however, for the Southerners' poor showing.

Nearly all of the engagements was a piecemeal, frontal attack because the army could not coordinate the actions of its several divisions nor keep up with Union locations.²⁸ The action at Frayser's Farm was typical of the lost opportunities. It was an ideal situation to trap the retreating Federals, but Jackson and Huger, the two most notorious failures during the entire campaign, were both late. Lee had to watch in frustration as the tail of McClellan's army headed south towards Malvern Hill while his own divisions sat or wandered nearby. Lee had no operations officer on his staff--he was his own G-3. This meant that no one was sent to discover the reason for Jackson's or Huger's delay unless Lee thought to do it which he did not.²⁹

Chief among the cybernetic problems the Army of Northern Virginia had to endure was that it was not yet ready for Lee's method of command: directive control. He had learned this style from Winfield Scott on whose staff Lee had served in the Mexican War. With directive control, the commander's responsibility was "to devise the strategic plans, to bring the troops on the field at the proper time and place, and then to leave tactics and combat to the division commanders".³⁰ Freeman wrote that the most impressive lesson learned from the entire campaign was that the Confederate command system was too clumsy, in the

absence of a corps structure, for Lee's style of command. The "divisions were, in effect, distinct little armies".³¹ Directive control was further weakened by Lee's ineffective chief of staff. Colonel Chilton, an old Army friend but a terrible field administrator, was incapable of performing the rigorous staff work necessary to coordinate the movements of Lee's army, especially within a command system that was based on subordinates clearly understanding their roles within a general plan and then executing their missions based on their on judgement and initiative.³²

Directive control is not inherently flawed. Lee knew that his commanders were inexperienced and needed the chance to learn their jobs. He tolerated mistakes where he saw potential for future success. Jackson was never reproached for his repeated failures throughout the campaign. A.P. Hill's decision to attack on his own at Mechanicsville without waiting any longer for the overdue Jackson was also accepted by Lee because it had been done within Lee's overall plan. "Lee did not reproach his general for erring on the side of initiative".³³

D.H.Hill's choice of the phrase "successive battlefields", mentioned above, is instructive. Lee did not articulate a plan which envisioned "successive battlefields" because he did not anticipate that there would be any. His plan called for a concentration of

force on a single point where he would destroy the Union army. Hence, he had ordered no reconnaissance of the potential follow on battlefields. His failure to do so is another example of his inexperience as an operational artist. He was not yet able to think in terms of depth, sequenced operations, or contingencies should his original plan need modification.

The analysis of Lee's first campaign thus far has been largely negative. But it should be noted that the Army of Northern Virginia did accomplish its strategic aim. As Clifford Dowdy points out, "the springing of the trap had been faulty, but the initiative had been seized and pressure was being exerted on McClellan".³⁴ The noted Civil War historian, Shelby Foote, also reminds his readers that "sound strategy had largely counter-balanced woeful tactics to produce, within limits, a successful campaign."³⁵

Lee's plan was too ambitious and his command and control system too weak to guide the eager but ill-trained and poorly organized Army of Northern Virginia to a decisive victory. This is especially true given the nature of the terrain and the tactical skill and resources of his opponent, the Army of the Potomac. Edward Hagerman summed up the Army's aggregate problems:

Lee's strategic turning movements at Mechanicsville and during the Seven Days battles were overly ambitious for the state of his military organization. They called for the cooperation of as many as seven columns in unmapped and difficult terrain. Coordination depended upon good staff work and communications. However, as John English, the historian of Lee's field communications, noted, 'the plan was not fully understood by all commanders. Some of Lee's orders were ambiguous. Details were omitted because it was assumed everyone understood them. Too much discretion was given commanders who were not acquainted with a common doctrine'.³⁶

The first day's difficulties illustrate just how far the Army of Northern Virginia had to go. Hill's and Longstreet's divisions sat at the Chickahominy for eight hours without ever constructing some type of footbridge, a task which should have been immediately apparent to everyone on the scene. Lee's chief of artillery was preoccupied with a minor administrative task at the opening of the battle instead of checking the positioning of his batteries. The cavalry sat relatively inactive instead of clearing the Union skirmishers from in front of the already tardy Jackson. Dowdy is completely accurate when he writes "the army was not ready for its first assignment".³⁷

Joseph Cullen further illustrated the cumulative or cascading impact of the harmonic component of a campaign when one or more of the other components is flawed: "The preparation, timing, and direction of a

plan, even when based on sound military principles, are still dependent on correct interpretation of the enemy's intentions, and here Lee failed." Cullen pointed out that Lee's whole plan was based on a false premise, that McClellan's base would remain at White House Landing and thus vulnerable to the impending turning movement. Proper reconnaissance and employment of cavalry, efficient staff work, and better cooperation among the division commanders could have averted the 8000 casualties which resulted at Gaines' Mill, a battle Cullen believes would probably not even have been fought if Lee had realized that McClellan was moving his base.³⁸

Part of the problem may also have been that Lee and the rest of the Confederate army underestimated their opponent. The Federals were tenacious and skillful in their defense and withdrawal which added immeasurably to Lee's difficulties.³⁹ Freeman wrote, "It is hardly too much to say that McClellan owed his escape primarily to the excellence of his staff and to the inefficiency of Lee's."⁴⁰

Lee's last chance for a decisive victory came at Frayser's Farm on 30 June where he attempted a double envelopment "but the gray army proved unready for a Cannae maneuver, the bitterest disappointment Lee had ever sustained".⁴¹

Still, somehow, the rebel army had stumbled its way

to victory. Lee had managed to weld the pieces together to create an army capable of defeating its rival, the great Army of the Potomac. J.F.C.Fuller, an influential critic of Lee's strategic and tactical grasp of warfare wrote, "Few generals in history and none so submissive as Lee, have been able to animate an army as his self-sacrificing idealism animated the Army of Northern Virginia".⁴²

Lee recognized the importance of the harmonic component of his army's ability to wage campaigns and immediately set about repairing the damage and fixing the structure as best he could. But most importantly for the Army of Northern Virginia, and for the Confederacy, the South had found a commander. "Granny Lee, Evacuating Lee, the King of Spades, had become for his troops what he would remain: Marse Robert... Distrust had yielded to enthusiasm, which in turn was giving way to awe."⁴³

Lee was successful in thwarting McClellan's advance but it was a costly victory and one in which much greater success could have been achieved. The name given to the campaign, the Seven Days Battles, is entirely indicative of the operational flaws and problems with which Lee had to grapple. What potentially could have been achieved in one or two decisive days was lost in seven frustrating days of

piecemeal frontal attacks. These attacks were bloody and usually inconclusive when looked at individually for several reasons.

The Confederates had no corps organization--by law. As a result Lee had a span of control of up to seven divisions which made it nearly impossible to coordinate their actions, particularly in the difficult terrain of the Peninsula.

The collection, processing, and dissemination of intelligence was for all intents and purposes non-existent. Cavalry was not well employed nor was the local population as well used as it could have been.

Division-level leadership was seriously lacking in experience, indeed, even in familiarity with each other and certainly with Lee's method of command. This amplified the difficulties inherent in the divisional command system versus a corps structure.

The operational plans were generally too complex, given the weak staffs at every level, especially in the opening days of the campaign.

Lee's own analysis of his first effort as an operational commander reveals his disappointment at what might have been achieved. He wrote his wife that "Our success has not been as great or as complete as I could have desired" and in his official report he noted that "Under ordinary circumstances the Federal Army

should have been destroyed."⁴⁴

Freeman offers a different perspective in his final analysis of the Seven Days. After thoroughly examining the several reasons for the Army's lackluster operations Freeman wrote, "the wonder is not that an honest commander had to admit that he failed to realize his full expectation. Rather is the wonder that so much success was attained." He goes on to offer three reasons for Lee's success despite the problems. The first was the overall soundness of the strategic aim and the general operational concept, to include the modifications which were made after Lee discovered McClellan's change of base. Second was the performance of the Confederate soldiers who filled the ranks. The third explanation was the temperament of Lee's chief opponent, George McClellan.⁴⁵

In the final analysis, "Lee had gone after McClellan with what he had, and only the soldiers had been ready."⁴⁶ Fortunately for the Confederacy, that was just enough.

After the bloody battle at Malvern Hill on 1 July 1862, McClellan pulled his defeated but still dangerous army in around his base of operations at Harrison's Landing on the James River. Lee realized the Seven Days campaign had ended and withdrew his worn and exhausted army into camps closer to Richmond. There he

could rest them and begin his urgently needed reorganization and preparations for the next campaign.

Lee knew that a major cause of his problems in the Seven Days had been the cumbersome divisional command system he had inherited from Johnston. That commander, too, had sought to organize his forces into corps but his poor relations with Davis had nullified any attempts to obtain relief from the Confederate legislation preventing their establishment. Lee, on the other hand, had maintained a much better working relationship with the president. He was thus able to work around the law by creating unofficial "commands" or "wings" under the command of Longstreet and Jackson, his two best division commanders. These were clearly army corps in everything but the strictest legal terms and would in fact become legal in November 1862.⁴⁷

Lee also recognized the need for some changes in the leadership of his divisions and did this with dispatch. Magruder, Holmes, and Huger were all transferred to less demanding posts and deserving brigade commanders were promoted to fill their place. The cavalry was consolidated under the command of Stuart who also was learning the intricacies of his heavy responsibilities.

Lee made good use of the thousands of captured small arms and other equipment, distributing them among his own soldiers. Other administrative and logistical

matters were attended to as well in the few days before the army was to begin its next campaign.

The danger to Richmond, though less immediate, still existed. Four separate Union armies still threatened the Confederate capital in early July 1862. The newly created Army of Virginia, made up of the separate divisions which Jackson had defeated in the Shenandoah Valley and commanded by the boastful John Pope, was concentrating in the vicinity of Manassas Junction. McClellan and the Army of the Potomac were still at Harrison's Landing. Burnside's command had left North Carolina and was currently in transports near Fort Monroe from where they could be employed in several different locations. Finally, a force of unknown size was in the vicinity of Fredericksburg. Lee, using a combination of intelligence sources, including northern newspapers and exchanged prisoners, began to piece together the Union armies' dispositions and probable plans.

Lee realized the tremendous danger to the capital and his army if the Union forces were ever able to act in unison. He therefore decided to attack Pope before he could link up with McClellan or before Pope himself could be reinforced. After confirming his estimate that McClellan was to leave the Peninsula and reinforce Pope for an approach on Richmond from the north, Lee ordered Jackson to take his corps to Gordonsville to

attack Pope. Jackson left Richmond on 13 July, less than two weeks after the repulse at Malvern Hill and began preparations for an engagement with Pope. Jackson met Pope's vanguard, Banks' corps, on 9 August at Cedar Run Creek. Jackson defeated Banks but realized that Pope was too strong to be defeated by his corp alone and so informed Lee.

Lee was now faced with another dilemma. McClellan had not yet left the Peninsula which meant that Richmond would be vulnerable if he left with the rest of his army to fight Pope. But he also could not allow these four Union armies to unite against him. Taking advantage of his good relationship with Davis and of his interior position with railroad connections, Lee left a skeleton force in the trenches outside of Richmond and moved nearly his entire army to join Jackson at Gordonsville, without the Federals being aware of the move for several days.

With his force concentrated, Lee made plans to again strike his opponent's LOC, for Pope was also tethered to a railroad back to his supply base. The chance to destroy Pope between the Rapidan and Rappahannock Rivers slipped away however. Stuart's copy of the order had been captured and Pope, upon realizing his vulnerability, immediately withdrew his force behind the Rappahannock and avoided the trap.

Lee still planned to get at Pope by striking his

LOC. This time however, he used Longstreet's huge corps as a fixing force to occupy Pope while he sent Jackson's corps on a 56 mile march around Pope's right. Jackson's men covered the distance in less than 48 hours and struck the Union railroad at Bristow Station on 26 August and then moved north five more miles to destroy the huge supply depot at Manassas Junction. After causing as much damage as he could, Jackson withdrew his three divisions to a strong defensive position in an old railroad cut in the vicinity of Groveton to await the rest of the Army.

Lee arrived with Longstreet's corps on the battlefield on 29 August while Jackson was holding off Pope's army which by now had been alerted to the danger in its rear and was turning to attack. Lee did not commit his powerful corps to assist Jackson, on the counsel of its commander, Longstreet, because Union forces were coming up on his right and would be able to attack his flank.

The two armies fought the major action, what became known as the Battle of Second Manassas or Second Bull Run, on 30 August. Longstreet's corps attacked the exposed left flank of Pope's army which was resolutely attacking across his front to strike at Jackson for the third straight day. The result was a rout. Longstreet was able to roll up the Union line until some Federal regiments were able to make a stand on the old Manassas

battlefield. Once again the Union army's tenacity and tactical skill blunted the Confederate stroke and avoided annihilation. The Confederates attempted a pursuit but it was slowed by heavy rains, exhaustion, and skillful resistance.

The Second Manassas campaign ended with the Army of Northern Virginia holding the field and preparing for its invasion of the north into Maryland. Pope's army headed back to Washington, D.C. and its commander was reassigned to Minnesota.

Lee's strategic aim in this campaign was the same as it had been before the Seven Days--to remove the threat of Union forces to Richmond. His initial operational objective was the destruction of Pope's army before it could be reinforced by McClellan. After that plan was compromised, Lee modified it to an attack on Pope's LOC in order to cause him to withdraw on Washington D.C. which would allow him to then return and face the remaining threats to Richmond.

Lee modified his operational objective after learning of the imminent arrival of Union reinforcements for Pope's army but his strategic aim remained the same. He wanted to avoid a battle with Pope but would instead use maneuver to keep away from McClellan. This would not only protect Richmond, it would also preserve his own army, a painful lesson he

had learned from the costly assaults of the Seven Days. Additionally, it would secure more territory from Union foragers which would instead feed his own army.⁴⁸

Lee's ability to articulate his aims was enhanced by the reduced span of control with which he now commanded. He was able to place responsibility in the hands of just three men--Jackson, Longstreet, and Stuart--rather than the seven he had dealt with in the Seven Days. These trusted, and now veteran, senior commanders were able to understand the overall plan and their role in it and were to demonstrate that understanding and experience repeatedly in the days to come.⁴⁹

Lee was once again able to exploit the advantages of interior position and the railroad network in northern Virginia. Though he was outnumbered in the theater of operations, Lee was able to shift his forces in order to concentrate his army at the point at which he needed superior combat power. In some cases, he was able to achieve this without his opponents even realizing it had occurred.⁵⁰ The fortifications which Lee had erected to protect Richmond in early June were still contributing to his flexibility in August. He could leave a very small force to protect Richmond long enough to allow him to concentrate for his operations elsewhere and then return them to the capital using the railroads in time to face the new threat.

Lee's reorganization of the army into two corps, under the command of his two most capable commanders, greatly enhanced the tactical and operational flexibility and competency of the Army of Northern Virginia. It was much easier for Lee to coordinate the actions of two corps than six or seven separate divisions, resulting in much greater unity of effort and a streamlined information flow. This simple adjustment, combined with the valuable experience the Confederate leaders had earned in the Seven Days, was fundamental to the great success of the Second Manassas campaign.⁵¹

Lee's staff had also benefited from the lessons learned in the Seven Days. Their commander had learned how to use the talents and skills of his staff better and they in turn had matured, showing a better understanding of the immensity and the importance of their thankless yet vital tasks.⁵²

Another factor which helped to eliminate the problems of the Seven Days was that the lines of communication and operation were much better than on the Peninsula. Lee was able to take advantage of the open country north and west of Richmond. There was no White Oak Swamp or seemingly endless web of roads with multiple names to confuse commanders. Jackson had his capable topographical engineer, Major Jedediah Hotchkiss, back with him for this campaign, which meant

better maps. Lee's LOC to Richmond was secure which enabled him to move troops almost at will, without much concern for the prying eyes of Union cavalry.⁵³ But though he possessed a secure LOC, Lee seldom had much more than ragged soldiers which he could put on those trains. Logistics were a source of much concern for Lee and would fundamentally affect every decision he made.⁵⁴

Lee continued to have a close working relationship with Jefferson Davis. Without this agreement on how to prosecute the war, and without the trust and confidence Lee had earned from the Confederate president, the Army of Northern Virginia would never have been able to conduct this aggressive and bold campaign. Lee took huge risks, leaving Richmond with the barest of security forces and splitting his army in the presence of Pope's large force. Yet these risks were essential to the design and execution of Lee's operations. Political support was a necessary prerequisite for Confederate success.

The cybernetic component of Lee's second campaign stands in stark contrast to that of the Seven Days. Unlike the Peninsula, Lee's estimate of the Union army's intentions and dispositions was nearly flawless. He was able to utilize various sources of information, fill in the gaps with his own judgment, and issue orders to just three subordinates (instead of

seven) which gave him just enough of an edge to defeat Pope before reinforcements could arrive.⁵⁶

But an improved intelligence service and organization were meaningless if the Army was not served by better leadership. Here, too, the Confederates showed that they had learned from the Seven Days. Subordinate commanders acted with energy and confidence in Lee's plan, understanding and performing their roles well, often anticipating correctly his orders and executing them competently.

The shining example of this maturation occurred at the critical moment of Second Manassas on the afternoon of 30 August. Lee saw that Pope's attack was threatening finally to overwhelm Jackson's position along the abandoned railroad cut. He ordered Longstreet to attack the Union forces in the flank to relieve the pressure on Jackson. Longstreet answered Lee's order by using his massed artillery to break up the Federal assault. Lee immediately recognized that Longstreet had chosen a better means of assisting Jackson. Longstreet followed up this tactical acumen with a perfectly timed attack by his corps which took the now dazed and ragged Union attackers in the flank and carried them from the field. Longstreet had not yet received the order from Lee to launch the attack which was already getting underway but he had recognized that the time was right and had anticipated that Lee would

send it soon anyway.⁵⁷

Lee had also matured, gaining valuable experience in his first campaign. He maintained his faith in the directive control method of command, preferring to leave the actual conduct of the tactical engagement to his corps commanders. At Second Manassas his trust and confidence was rewarded. Instead of a series of piecemeal attacks and clumsy attempts to concentrate his divisions, Lee knew that now he could rely on his three key subordinates to understand their role within his general plan and execute their missions using initiative and judgment based on the specific situation each faced.⁵⁸

As in the first campaign, the Union regiments and divisions fought tenaciously and with great skill and courage. But their commander was completely befuddled. Pope believed that he had Jackson on the run, trying to escape into the Shenandoah Valley, up until the moment his attacking lines were crushed by massed rebel artillery and Longstreet's advance.⁵⁹

The Second Manassas campaign was, in general, a picture of harmony. There were flaws to be sure, such as the failure to trap Pope between the Rapidan and Rappahannock Rivers or the weak pursuit which allowed the Union army to escape still relatively intact. But Lee had developed a sound yet simple plan which his army could and did execute extremely well.

Freeman offers three reasons for the improvement of the harmonic component of Lee's abilities as an operational commander and planner:

First, he had acquired some experience in the quick transfer of large bodies of men on the interior lines; second, he was confident of the fighting qualities of his army; and third, he was beginning to read with more assurance the minds of the men who opposed him. Pope he never took very seriously; McClellan he respected but understood.⁶⁰

Further evidence of Lee's maturation and its effect on the harmonic component of his campaign is seen in the plans he developed and the tactics his commanders employed. "Never again did he attempt any such complicated maneuvering [as in the Seven Days]. Flank attacks, quick marches to the rear, and better tactics took the place of great designs of destruction."⁶¹

The harmonic component of a campaign requires more than just an able commander to be successful. The army must be physically and mentally capable of executing the tasks their commander sets before them. Shelby Foote described the improvement of the soldiers of the Army of Northern Virginia which complemented that of Lee:

Beyond all this [the strategic results of the Second Manassas campaign], there was the transformation effected within the ranks of the Army of Northern Virginia itself: a lifting of morale, based on a knowledge of the growth of its fighting skill. Gone were the clumsy combinations of the Seven Days, the piecemeal

attacks launched headlong against positions of the enemy's choice...The victory formula had apparently been found; Lee's orders had been carried out instinctively, in some cases even before they were delivered.⁶²

Lee had shown some flexibility in the Seven Days campaign but the army had been unable to adjust quickly and effectively enough to exploit the changing situations. The difference in the Second Manassas campaign was that while Lee again showed flexibility and deftness in his reaction to change, this time the army was more than up to the challenge.

Two major criticisms of Lee's second campaign stand out. First he missed a rare opportunity to destroy Pope's army which had carelessly placed itself between two large rivers. But the cavalry and logistical preparations were not yet ready due to various minor errors in planning and execution. The capture of Lee's plan alerted Pope to the trap which he quickly heeded and pulled out of immediate danger. The other criticism is that Lee should have organized a better pursuit to exploit the success of 30 August. Again logistics limited Lee's options. The Confederates were exhausted from the previous five days of marching and fighting and had little to eat except for the fortunate few who had taken part in the destruction of the depot at Manassas Junction. Their hunger and fatigue, combined with heavy rains, negated a successful pursuit.⁶³

These criticisms are fair but they seem somewhat insignificant in light of the accomplishments of Lee's army. The Army of Northern Virginia had wasted no time in the aftermath of the Seven Days in attempting to fix its many weaknesses and prepare for its next campaign.

Streamlining its organization was a monumental step towards improved operational and tactical improvement. Indeed, the results of the Second Manassas campaign would indicate that "superior organization produces battlefield success."⁶⁴ Hand in hand with the new organization came improved divisional leadership to complement the two outstanding corps commanders.

The members of the Army of Northern Virginia from general to private were seasoned and inured to the privations of campaign which gave Lee a potent and dangerous weapon he could use against Pope. It is important to remember, however, that the Union soldiers who opposed this invigorated and improved rebel army were equally skilled, courageous, and determined. The difference was in senior leadership.

Above all, the army showed its biggest improvements in the cybernetic and harmonic components of the army's ability to conduct a campaign. "He [Lee] had learned so much from the mistakes of the Seven Days that his handling of the army against Pope was in comparison a model of control."⁶⁵ The commanding general had developed a simple, flexible yet effective plan which

his commanders and soldiers were capable of understanding and executing and which they did with gusto.

During the few short weeks following the Seven Days campaign, Lee delved into what Freeman called the "four R's of campaign aftermath", rest, refit, reinforce, and reorganize.⁶⁶ The now veteran commander of the Army of Northern Virginia paid no attention to the government officials, newspapers, and citizens who were criticizing him or sounding his praises for the recent campaign. Instead Lee thought about what he needed to do to get his army ready for its future campaign.

He had passed through the most fruitful period of his military education, barring perhaps those months under Scott in 1847 on the road to Mexico City, and he was determined to profit by it in correcting his own mistakes and in overcoming, so far as he could, the defects his subordinates had disclosed.⁶⁷

Specific actions which Lee took to improve himself and his army after the Seven Days, such as simpler and more flexible plans, better use of cavalry, an improved organizational structure, and promotions and reliefs to find and emplace the best leadership and staff, have already been described in great detail. Though each of these adjustments, corrections, and improvements were to contribute to the masterful victory at Second Manassas, they are in all actuality not very significant

when taken alone. It was their application in combination which created a synergistic effect and gave them meaning.

Clausewitz wrote, "In war it is only by means of a great directing spirit that we can expect the full power latent in the troops to be developed."⁶⁸ Lee was the "directing spirit" of the Army of Northern Virginia. He had come into command with no experience commanding large units and conducting campaigns. He was "a professional soldier who, serving long in the engineers, had never led men in combat in his life, he did not assume command completely developed, as 'sprung from the forehead of Jove'."⁶⁹

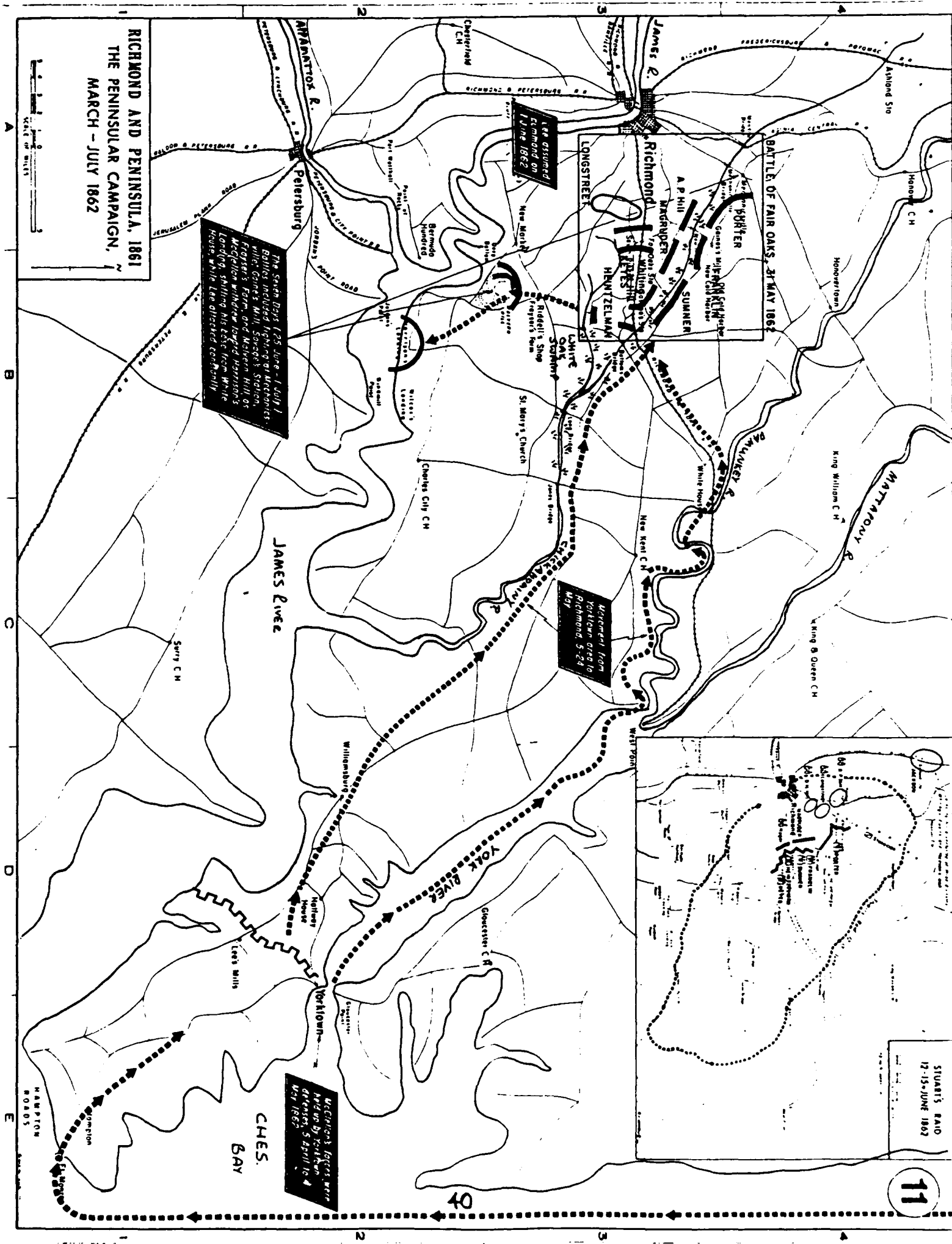
Despite his inexperience, Lee was able to learn from his first campaign. He could recognize what needed to be done and had the patience, intelligence, and courage to do it. This meant settling quarrels between jealous subordinates and finding ways to get around ridiculous legislation to fix his organization. It meant forcing complaining soldiers to dig entrenchments so that he could use his forces as efficiently as possible. It meant a frustrating and neverending fight to find weapons, shoes, and food for his soldiers and transport to haul what little artillery and supplies he did possess. It meant scouring the several departments of the Confederate army to find scattered regiments which could be

concentrated into an army which could protect the Confederate capital. These efforts and dozens of others all contributed to the overall strengthening of the Army of Northern Virginia.

The synergism of wise personnel and organizational changes combined with improved operational planning had proven to be the secret to transforming the Army of Northern Virginia "from a fumbling, retreating, unpredictable force, into a fighting machine which could be hurled across Virginia in defiance of a poised army of invasion."⁷⁰

This description is somewhat reminiscent of the United States Army's experience in each of its wars and it has been a costly transformation every time. Modern political realities will not tolerate excessive casualties as a byproduct of finding the right formula for victory, nor should they be tolerated. It is the responsibility of commanders and planners to insure that the army has the best structure, organization, training, equipment, and leadership possible. They must have some process for identifying flaws, inefficiencies, and vulnerabilities and repairing them before exposing the force to the rigors and dangers of actual combat. Programs such as the Battle Command Training Program and the Combat Training Centers, for example, are extremely useful in that process.

There are important lessons to be learned from Lee's efforts to repair his army which are relevant to the United States Army today. Like Lee, the army's leadership must be willing to thoroughly and candidly assess itself in order to root out problems, flaws, weak leaders, and structural weaknesses. The army must recognize that there is no "silver bullet", e.g., a major technological breakthrough, which will assure success. Instead, genuine, substantive progress and improvements come as a result of a combination of frank assessments of needs and capabilities, training, leadership, and hard work, much like that which the Army of Northern Virginia conducted immediately following the conclusion of the Seven Days campaign. Operational commanders and planners must constantly reassess their units to insure that they are capable of performing at their best in each of the four components of campaigning described in the Dubik model. Otherwise, the price for failure to do this will be paid on some future Malvern Hill.



STUART'S RAID
12-15-JUNE 1862

ENDNOTES

1. James M. Dubik, "A Guide to the Study of Operational Art and Campaign Design", (Unpublished Student Handout at the School of Advanced Military Studies, Fort Leavenworth, KS, 30 May 1991), 8.
2. It would be impractical to footnote each detail of the historical narrative since several sources were used to compile it, all of which are listed at the bibliography. Additionally, most of the general events of the campaigns are well known within academic or military circles.
3. Herman Hattaway and Archer Jones, How the North Won, (Urbana, Ill, 1983), 192.
4. Clifford Dowdey, The Seven Days: The Emergence of Robert E. Lee, (New York, 1978), 55.
5. Ibid., 152.
6. Ibid., 253.
7. Hattaway, 193.
8. Joseph P. Cullen, The Peninsula Campaign: 1862, (Harrisburg, 1973), 168.
9. Hattaway, 160.
10. Edward Hagerman, The American Civil War and the Origins of Modern Warfare, (Bloomington, 1988), 111.
11. Dowdey, 132.
12. J.F.C. Fuller, Grant and Lee, A Study in Personality and Generalship, (Bloomington, 1957), 153.
13. Douglas Southall Freeman, R.E. Lee, (New York, 1942), 240.
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15. Hattaway, 195.
16. J.F.C. Fuller, A Military History of the Western World, (New York, 1954), 46.
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20. Dowdey, 131.
21. Dowdey, 68.
22. Dowdey, 250.
23. Freeman, 237.
24. Freeman, 234.
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35. Shelby Foote, The Civil War: A Narrative, (New York, 1958), 586.
36. Hagerman, 110.
37. Dowdey, 190.
38. Cullen, 167.
39. Freeman, R.E.Lee, 240.
40. Ibid., 237.
41. Hattaway, 197.
42. Fuller, Grant and Lee, 280.
43. Foote, 585.
44. Dowdey, 358.

45. Freeman, R.E.Lee, 241.
46. Dowdey, 345.
47. Louis H. Manarin, "Lee in Command: Strategical and Tactical Policies", (Duke University Doctoral Dissertation, 1964), 585.
48. Freeman, R.E.Lee, 299.
49. Ibid., 344.
50. Ibid., 277.
51. Hagerman, 113.
52. Freeman, R.E.Lee, 344.
53. Lee Takes Command, 124.
54. Hattaway, 220.
55. Ibid., 220.
56. Freeman, R.E.Lee, 345.
57. Foote, 638.
58. Freeman, Lee's Lieutenants, 137.
59. Jay Luvaas, "Lee and the Operational Art: The Right Place, The Right Time", Parameters, (Autumn 1992), 8.
60. Freeman, R.E.Lee, 267.
61. Ibid., 249.
62. Foote, 641.
63. Freeman, R.E.Lee, 346.
64. Robert M. Epstein, "The Creation and Evolution of the Army Corps in the American Civil War", The Journal of Military History, (January 1991), 45.
65. Lenoir Chambers, Stonewall Jackson, (New York, 1959), 174.
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